



(9) Aggregate amount beneficially owned by each reporting person

54411677

(10) Check if the aggregate amount in Row (9) excludes certain shares

(11) Percent of class represented by amount in Row 9

10.6%

(12) Type of reporting person

HC

Item 1.

Item 1(a) Name of issuer:

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CLEVELAND CLIFFS INC

Item 1(b) Address of issuer's principal executive offices:

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200 PUBLIC SQUARE, STE 3300  
CLEVELAND OH 44114-2315

Item 2.

2(a) Name of person filing:

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BlackRock, Inc.

2(b) Address or principal business office or, if none, residence:

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BlackRock, Inc.  
55 East 52nd Street  
New York, NY 10055

2(c) Citizenship:

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See Item 4 of Cover Page

2(d) Title of class of securities:

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Common Stock

2(e) CUSIP No.:

See Cover Page

Item 3.

If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:

- Broker or dealer registered under Section 15 of the Act;
- Bank as defined in Section 3(a)(6) of the Act;
- Insurance company as defined in Section 3(a)(19) of the Act;
- Investment company registered under Section 8 of the Investment Company Act of 1940;
- An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E);
- An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F);
- A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G);
- A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company

Act of 1940;

- [ ] A non-U.S. institution in accordance with Rule 240.13d-1(b)(1)(ii)(J);
- [ ] Group, in accordance with Rule 240.13d-1(b)(1)(ii)(K). If filing as a non-U.S. institution in accordance with Rule 240.13d-1(b)(1)(ii)(J), please specify the type of institution: % % %-

Item 4. Ownership

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

Amount beneficially owned:

54411677

Percent of class

10.6%

Number of shares as to which such person has:

Sole power to vote or to direct the vote

52006492 [g].

Shared power to vote or to direct the vote

0

Sole power to dispose or to direct the disposition of

54411677

Shared power to dispose or to direct the disposition of

0

Item 5. %

Ownership of 5 Percent or Less of a Class. If this statement is being filed, to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than 5 percent of the class of securities, check the following [ # ] + ' # \$ % - ' #

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ns, identifilrsonten, clastifilrson ir thee stnthany whu].  
Item 6 # Ownership of More than 5 Percent on Behalf of Another Person

If any other person is known to have the right to receive or the power of, such securities, a statement to that effect should be included in

If a group has filed this schedule pursuant to Rule 13d-1(b)(ii)(J), so indicate under Item 3(j) and attach an exhibit stating the identity and Item 3 classification of each member of the group. If a group has filed this schedule pursuant to Rule 13d-1(c) or Rule 13d-1(d), attach an exhibit stating the identity of each member of the group.

Item 9. Notice of Dissolution of Group

Notice of dissolution of a group may be furnished as an exhibit stating the date of the dissolution and that all further filings with respect to transactions in the security reported on will be filed, if required, by members of the group, in their individual capacity.

See Item 5.

Item 10. Certifications

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

Signature.

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: January 26, 2023  
BlackRock, Inc.

Signature: Spencer Fleming

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Name/Title Attorney-In-Fact

The original statement shall be signed by each person on whose behalf the statement is filed or his authorized representative. If the statement is signed on behalf of a person by his authorized representative other than an executive officer or general partner of the filing person, evidence of the representative's authority to sign on behalf of such person shall be filed with the statement, provided that the representative has the power of attorney for this purpose which is already on file with the Commission may be in4 rect.

BlackRock (Luxembourg) S.A.  
BlackRock Investment Management (Australia) Limited  
BlackRock Advisors (UK) Limited  
BlackRock Asset Management North Asia Limited  
BlackRock (Singapore) Limited  
BlackRock Fund Managers Ltd

\*Entity beneficially owns 5% or greater of the outstanding shares of the security class being reported on this Schedule 13G.  
Exhibit B

#### POWER OF ATTORNEY

The undersigned, BLACKROCK, INC., a corporation duly organized under the laws of the State of Delaware, United States (the "Company"), does hereby make, constitute and appoint each of Christopher Meade, Daniel Waltcher, Una Neary, Richard Cundiff, Charles Park, Enda McMahon, Arlene Klein, Con Tzatzakis, Karen Clark, David Maryles, Daniel Ronnen, John Stelley, Daniel Riemer, Elizabeth Kogut, Maureen Gleeson, Daniel Kalish and Spencer Fleming acting severally, as its true and lawful attorneys-in-fact, for the purpose of, from time to time, executing in its name and on its behalf, whether the Company individually or as representative of others, any and all documents, is acting certificates, instruments, statements, other filings and amendments to the foregoing (collectively, "documents") determined by such person to be necessary or appropriate to comply with ownership or control-person reporting requirements imposed by any United States or non-United States governmental or regulatory authority, including without limitation Forms 3, 4, 5, 13D, 13F, 13G and 13H and any amendments to any of the foregoing as may be required to be filed with the Securities and Exchange Commission, and delivering, furnishing or filing any such documents with the appropriate governmental, regulatory authority or other person, and giving and granting to each such attorney-in-fact power and authority to act in the premises as fully and to all intents and purposes as the Company might or could do if personally present by one of its authorized signatories, hereby ratifying and confirming all that said attorney-in-fact shall lawfully do or cause to be done by virtue here\eihe iampany mly, ml shsrte by virorney-in-fact shal andto\eihe 1